

Exhibit 1

Proposed Order

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Case No. 12-12020 (MG)
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	Chapter 11
Debtors.)	Jointly Administered
)	

**ORDER CLARIFYING SCOPE OF STAY RELIEF UNDER SUPPLEMENTAL
SERVICING ORDER WITH RESPECT TO LALOR ACTION**

Upon consideration of the *ResCap Liquidating Trust's Motion for Entry of an Order Clarifying Scope of Stay Relief Under Supplemental Servicing Order With Respect to Lalor Action* (the “**Motion**”);¹ and it appearing that this Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334; and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that notice of the Motion was adequate and proper under the circumstances of these cases and that no further or other notice need be given; and upon consideration of the *Declaration of Benjamin Noren in Support of ResCap Liquidating Trust's Motion for Entry of an Order Clarifying Scope of Stay Relief Under Supplemental Servicing Order With Respect to Lalor Action*; and no objections to the Motion have been received; and after due deliberation; it is hereby

ORDERED ADJUDGED, AND DECREED THAT:

1. The relief requested in the Motion is GRANTED as provided herein.
2. To the extent applicable, the automatic stay of section 362(a) of the Bankruptcy Code is modified, to the extent necessary, to permit any successor servicer of the Loan to prosecute any claims or causes of action asserted against Jay Lalor (“**Borrower**”), as

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

Borrower, in the foreclosure action pending before the New York State Supreme Court, County of Nassau, captioned GMAC Mortgage, LLC v. Jay Lalor, et. al., Index Number 08-7047 (the “**Lalor Action**”), and to allow Borrower to prosecute any claims, counter-claims, or causes of action to the extent such claims, counter-claims, and causes of action constitute defenses to the pending foreclosure of the Loan. For the avoidance of doubt, the automatic stay shall not preclude any further proceedings in the Lalor Action to the extent any of Borrower’s claims, counterclaims or defenses constitute defenses to foreclosure as provided for in the Supplemental Servicing Order. For the further avoidance of doubt, the automatic stay shall not preclude any action by 21st Mortgage to substitute in to the Lalor Action as successor-in-interest to GMAC Mortgage, LLC, or to otherwise take action in the Lalor Action as the actual party in interest.

3. Except as provided in this Order and in the Supplemental Servicing Order, absent further order of the Court, the provisions of the automatic stay, as well as any related injunction provisions in the Plan including, without limitation, those provisions prohibiting the commencement of any action or the execution, enforcement or collection of any judgment that may be obtained against the Debtors, any assets or property of the Debtors’ estates (as defined in section 541 of the Bankruptcy Code), the Liquidating Trust or the ResCap Borrower Claims Trust (the “**Borrower Trust**”) shall remain in full force and effect, and Borrower, together with his respective agents, attorneys, or representatives, shall not take any action to execute, enforce or collect all of or any portion of any such judgment from the Liquidating Trust, the Borrower Trust, the Debtors, or their estates or properties.

4. Entry of this Order is without prejudice to the Liquidating Trust’s rights to seek authorization to modify or supplement the relief granted herein.

5. This Order shall be enforceable and effective immediately upon its entry.

6. This Court shall retain jurisdiction to hear and determine all matters
arising from the interpretation and/or implementation of this Order.

Dated: New York, New York
_____, 2015

THE HONORABLE MARTIN GLENN
UNITED STATES BANKRUPTCY JUDGE